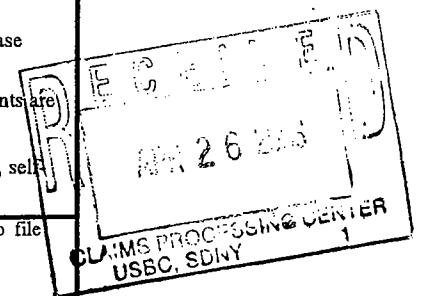
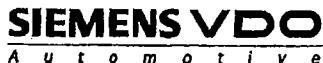


# EXHIBIT A

FORM B10 (Official Form 10) (04/05)

UNITED STATES BANKRUPTCY COURT <u>Southern</u> DISTRICT OF <u>New York</u>		PROOF OF CLAIM												
Name of Debtor <b>Delphi Corporation, et al</b>		Case Number <b>05-44481</b>												
NOTE: This form should not be used to make a claim for an administrative expense arising after the commencement of the case. A "request" for payment of an administrative expense may be filed pursuant to 11 U.S.C. § 503.														
Name of Creditor (The person or other entity to whom the debtor owes money or property): <b>Siemens VDO Automotive, Inc.</b>		<input type="checkbox"/> Check box if you are aware that anyone else has filed a proof of claim relating to your claim. Attach copy of statement giving particulars. <input type="checkbox"/> Check box if you have never received any notices from the bankruptcy court in this case. <input type="checkbox"/> Check box if the address differs from the address on the envelope sent to you by the court.												
Name and address where notices should be sent: Charles P. Schulman Sachnow & Weaver, Ltd. 10 South Wacker Dr., 40th Floor Chicago, IL 60606		THIS SPACE IS FOR COURT USE ONLY												
Telephone number: <b>312-207-3912</b>														
Account or other number by which creditor identifies debtor: <b>248742488</b>		Check here <input type="checkbox"/> replaces if this claim <input checked="" type="checkbox"/> amends a previously filed claim, dated: <b>4-10-06</b>												
<b>1. Basis for Claim</b> <table> <tr> <td><input checked="" type="checkbox"/> Goods sold</td> <td><input type="checkbox"/> Retiree benefits as defined in 11 U.S.C. § 1114(a)</td> </tr> <tr> <td><input checked="" type="checkbox"/> Services performed</td> <td><input type="checkbox"/> Wages, salaries, and compensation (fill out below)</td> </tr> <tr> <td><input type="checkbox"/> Money loaned</td> <td>Last four digits of SS #: _____</td> </tr> <tr> <td><input type="checkbox"/> Personal injury/wrongful death</td> <td>Unpaid compensation for services performed</td> </tr> <tr> <td><input type="checkbox"/> Taxes</td> <td>from _____ to _____</td> </tr> <tr> <td><input type="checkbox"/> Other _____</td> <td>(date) _____ (date) _____</td> </tr> </table>			<input checked="" type="checkbox"/> Goods sold	<input type="checkbox"/> Retiree benefits as defined in 11 U.S.C. § 1114(a)	<input checked="" type="checkbox"/> Services performed	<input type="checkbox"/> Wages, salaries, and compensation (fill out below)	<input type="checkbox"/> Money loaned	Last four digits of SS #: _____	<input type="checkbox"/> Personal injury/wrongful death	Unpaid compensation for services performed	<input type="checkbox"/> Taxes	from _____ to _____	<input type="checkbox"/> Other _____	(date) _____ (date) _____
<input checked="" type="checkbox"/> Goods sold	<input type="checkbox"/> Retiree benefits as defined in 11 U.S.C. § 1114(a)													
<input checked="" type="checkbox"/> Services performed	<input type="checkbox"/> Wages, salaries, and compensation (fill out below)													
<input type="checkbox"/> Money loaned	Last four digits of SS #: _____													
<input type="checkbox"/> Personal injury/wrongful death	Unpaid compensation for services performed													
<input type="checkbox"/> Taxes	from _____ to _____													
<input type="checkbox"/> Other _____	(date) _____ (date) _____													
<b>2. Date debt was incurred:</b> <b>September 2004 through August 2005</b>		<b>3. If court judgment, date obtained:</b>												
<b>4. Total Amount of Claim at Time Case Filed:</b> \$ <b>2,291,767.58</b> (unsecured) _____ (secured) _____ (priority) _____		2,291,767.58 (Total) _____												
If all or part of your claim is secured or entitled to priority, also complete Item 5 or 7 below. <input type="checkbox"/> Check this box if claim includes interest or other charges in addition to the principal amount of the claim. Attach itemized statement of all interest or additional charges.														
<b>5. Secured Claim.</b> <input type="checkbox"/> Check this box if your claim is secured by collateral (including a right of setoff). Brief Description of Collateral: <input type="checkbox"/> Real Estate <input type="checkbox"/> Motor Vehicle <input type="checkbox"/> Other _____		<b>7. Unsecured Priority Claim.</b> <input type="checkbox"/> Check this box if you have an unsecured priority claim Amount entitled to priority \$ _____ Specify the priority of the claim: <input type="checkbox"/> Wages, salaries, or commissions (up to \$10,000),* earned within 180 days before filing of the bankruptcy petition or cessation of the debtor's business, whichever is earlier - 11 U.S.C. § 507(a)(3). <input type="checkbox"/> Contributions to an employee benefit plan - 11 U.S.C. § 507(a)(4). <input type="checkbox"/> Up to \$2,225* of deposits toward purchase, lease, or rental of property or services for personal, family, or household use - 11 U.S.C. § 507(a)(6). <input type="checkbox"/> Alimony, maintenance, or support owed to a spouse, former spouse, or child - 11 U.S.C. § 507(a)(7). <input type="checkbox"/> Taxes or penalties owed to governmental units-11 U.S.C. § 507(a)(8). <input type="checkbox"/> Other - Specify applicable paragraph of 11 U.S.C. § 507(a)(____).												
Amount of arrearage and other charges <u>at time case filed</u> included in secured claim, if any: \$ _____														
<b>6. Unsecured Nonpriority Claim</b> \$ <b>2,291,767.58</b> <input checked="" type="checkbox"/> Check this box if: a) there is no collateral or lien securing your claim, or b) your claim exceeds the value of the property securing it, or if c) none or only part of your claim is entitled to priority.		<small>*Amounts are subject to adjustment on 4/1/07 and every 3 years thereafter with respect to cases commenced on or after the date of adjustment. \$10,000 and 180-day limits apply to cases filed on or after 4/20/05. Pub. L. 109-8.</small>												
<b>8. Credits:</b> The amount of all payments on this claim has been credited and deducted for the purpose of making this proof of claim.		THIS SPACE IS FOR COURT USE ONLY												
<b>9. Supporting Documents:</b> Attach copies of supporting documents, such as promissory notes, purchase orders, invoices, itemized statements of running accounts, contracts, court judgments, mortgages, security agreements, and evidence of perfection of lien. DO NOT SEND ORIGINAL DOCUMENTS. If the documents are not available, explain. If the documents are voluminous, attach a summary.														
<b>10. Date-Stamped Copy:</b> To receive an acknowledgment of the filing of your claim, enclose a stamped, self-addressed envelope and copy of this proof of claim														
Date <b>4/25/06</b>	Sign and print the name and title, if any, of the creditor or other person authorized to file this claim (attach copy of power of attorney, if any): <b>Charles P. Schulman</b>													

*Penalty for presenting fraudulent claim:* Fine of up to \$500,000 or imprisonment for up to 5 years, or both. 18 U.S.C. §§ 152 and 3571.



SiemensVDO Automotive Inc., 1020 Adelaide Street South, London ON Canada N6E 1R8

(6) account number at recipient <b>248742488</b>		(2) notices of receipt and processing TAX exemption (GST) # <b>888628211 RM 0002</b>			delivery note (3) no. (4) dispatch date		
(1) invoice address  <b>DELPHI</b> BLDG.6, DEPT. 973 A&E BLDG. ATN:ACCOUNTS PAYABLE-WESTPLANT 200 UPPER MOUNTAIN ROAD LOCKPORT NY 14094 USA					<b>Debit Note</b> (8) no. <b>2045001226</b> (9) from <b>08/11/2005</b>		
(customer number at vendor <b>8000317</b> )							
(10) your symbol	(11) order no	date 08/11/2005	(12) our department <b>00000000</b>	(13) direct dial ()	(14) our order number <b>AD001494</b> <b>2034701010</b>		
(15) add. data of the orderer Free carrier London	(19) disp.type Lkw	free (20) not f.	(21) packing type	(22) disp.character	(23) gross total- weight KG <b>0.000</b>	(24) net <b>0</b>	
(26) ship-to-address  <b>DELPHI BLDG.6, DEPT. 973 A&amp;E BLDG.</b> , 200 UPPER MOUNTAIN ROAD LOCKPORT 14094 USA						(28) receiving-/unloading pt	
(27) Pos.	(28) order no./suppl.ref.no.	(29) order description (21) packing type (details)		(30) quantity	(31) UM (18) unit USD	(32) price  <b>1,000,000.00</b>	(34) total price USD  <b>1,000,000.00</b>
010	7EC-MISCE-99	Misc.Shippings/Sellings  Reimbursement of advance CIP payment for GMIO program.  <i>Stat.</i> <i>W-NR./Com. Code: 84145900</i>  <i>PUL: CA</i> <i>LKZ: CA</i> <i>Product made in Canada</i> <i>Pref-J.:</i> <i>Pref-N.:</i> <i>AL: N</i> <i>ECCN: EAR99</i>		1 PC	1 PRO	1 PC	
	Position total					1,000,000.00	
	GST (Canada)					%	
	Total						<u><b>1,000,000.00</b></u>
	Term of payment:	1463 Due 3rd day of second month					

Goods labeled with "AL not equal to N" are subject to european or german authorization when being exported out EU. Goods labeled with "ECCN not equal N" are subject to US reexport authorization. Even without a label, or with label "AL:N" or "ECCN:N", authorization may be required due to the final whereabouts and purpose for which the goods are to be used.



SiemensVDO Automotive Inc., 1020 Adelaide Street South, London ON Canada N6E 1R6

(5) account number at recipient <b>248742488</b>		(2) notices of receipt and processing TAX exemption (GST) # <b>888628211 RM 0002</b>			delivery note (3) no. (4) dispatch date	
(1) invoice address  <b>DELPHI</b> <b>BLDG.6, DEPT. 973 A&amp;E BLDG.</b> <b>ATN:ACCOUNTS PAYABLE-WESTPLANT</b> <b>200 UPPER MOUNTAIN ROAD</b> <b>LOCKPORT NY 14094</b> <b>USA</b>					<b>Debit Note</b> (8) no. <b>2045001227</b> (9) from <b>08/12/2005</b>	
customer number at vendor <b>8000317</b>						
(10) your symbol	(11) order no	date 08/12/2005	(12) our department <b>00000000</b>	(13) direct dial ()	(14) our order number <b>AD001494</b> <b>2034701011</b>	
(15) add. data of the orderer Free carrier London	(19) disp.type Lkw	free (20) not f.	(21) packing type	(22) disp.character	(23) gross total weight KG <b>0.000</b>	(24) net <b>0</b>
(25) ship-to-address <b>DELPHI BLDG.6, DEPT. 973 A&amp;E BLDG.</b> <b>, 200 UPPER MOUNTAIN ROAD LOCKPORT 14094 USA</b>						(26) receiving/unloading pt
(27) Pos.	(28) order no./suppl.ref.no.	(29) order description (21) packing type (details)		(30) quantity	(31) price J/M (18) unit USD	(34) total price USD
010	7EC-MISCE-99	Misc.Shippings/Sellings  N.A. Development charges GMIO program  <i>Stat.</i> <i>W-NR./Com. Code: 84145900</i>  <i>PUL: CA</i>  <i>LKZ: CA</i>  <i>Product made in Canada</i>  <i>Pref-J. :</i>  <i>Pref-N. :</i>  <i>AL: N</i>  <i>ECCN: EAR99</i>		1	PC 477,574.08 /pro 1 PC	477,574.08
	Position total					477,574.08
	GST (Canada)				%	
	Total					<u>477,574.08</u>
	Term of payment:					
		1463				
		Due 3rd day of second month				

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SiemensVDO Automotive Inc., 1020 Adelaide Street South, London ON Canada N6E 1R6

(5) account number at recipient <b>248742488</b>		(2) notices of receipt and processing <b>TAX exemption (GST) # 888628211 RM 0002</b>			delivery note (3) no. (4) dispatch date	
(1) invoice address  <b>DELPHI BLDG.6, DEPT. 973 A&amp;E BLDG. ATN:ACCOUNTS PAYABLE-WESTPLANT 200 UPPER MOUNTAIN ROAD LOCKPORT NY 14094 USA</b>					<b>Debit Note (8) no. 2045001228 (9) from 08/12/2005</b>	
(10) customer number at vendor <b>8000317</b>						
(11) your symbol	(11) order no	date 08/12/2005	(12) our department <b>00000000</b>	(13) direct dial. ()	(14) our order number <b>AD001494 2034701012</b>	
(15) add. data of the orderer Free carrier London	(16) disp.type Lkw	free (20) net f.	(21) packing type	(22) disp.character	(23) gross weight KG <b>0.000</b>	(24) net weight KG <b>0</b>
(25) ship-to-address  <b>DELPHI BLDG.6, DEPT. 973 A&amp;E BLDG. , 200 UPPER MOUNTAIN ROAD LOCKPORT 14094 USA</b>					(26) receiving/unloading pt	
(27) Pos.	(28) order no./suppl.ref.no.	(29) order description (21) packing type (details)		(30) quantity UM	(31) (32) price (18) unit USD	(34) total price USD
010	7EC-MISCE-99	Misc.Shippings/Sellings  Interest charges on Advance CIP payment for GMIO program  <i>Stat. W-NR./Com. Code: 84145900</i>  <i>PUL: CA</i>  <i>LKZ: CA</i>  <i>Product made in Canada</i>  <i>Pref-J.:</i>  <i>Pref-N.:</i>  <i>AL: N</i>  <i>ECCN: EAR99</i>		1 PC	434,095.00 pro 1 PC	434,095.00
	Position total  GST (Canada)  Total  Term of payment:				434,095.00 %	434,095.00
		1463 Due 3rd day of second month				

Goods labeled with "AL not equal to N" are subject to european or german authorization when being exported out EU. Goods labeled with "ECCN not equal N" are subject to US reexport authorization. Even without a label, or with label "AL:N" or "ECCN:N", authorization may be required due to the final whereabouts and purpose for which the goods are to be used.



Siemens VDO Automotive Inc., 1020 Adelaide Street South, London ON Canada N6E 1R6

(5) account number at recipient  
5248742488

(14) full address

Auto Component / Delphi  
Disbursement Analysis  
PO Box 1550  
FLINT MI 48501-1550  
USA

customer number at vendor  
8000320

(10) your symbol	(11) order no	date 09/12/2005	(12) our department 00000000	(13) direct dial ()	(14) our order number AD001494 2034701022
(16) add. data of the orderer Free carrier London	(19) disp.type Lkw	free (20) not f.	(21) packing type	(22) disp.character	(23) gross total weight KG 0.000 0

(25) full address  
Auto Component / Delphi Disbursement Analysis  
PO Box 1550, Flint 48501-1550 USA

(27) Pos.	(28) order no./suppl.ref.no.	(29) order description (21) packing type (details)	(30) quantity	(31) UM (18) unit CAD	(32) price	(34) total price CAD
010	773-65210-68  52498806	B/L:  US DUTY AND ENTRY FEE FOR ACCOUNT OF DELPHI CUSTOMS CLEARANCE C.J. TOWER UPON ENTERING USA PROVINCE OF ORIGIN: ONTARIO MADE IN CANADA  CANCELLATION CLAIM FOR THE GMT370 PROJECT  Stat. W-NR. / Com. Code: 8501313010 PUL: CA LKZ: CA Product made in Canada Pref-J.: Pref-N.: AL: N ECCN: EAR99	1 PC	356,865.00 pro 1 PC	356,865.00	

Goods labeled with "AL not equal to N" are subject to european or german authorization when being exported out of EU. Goods labeled with "ECCN not equal N" are subject to US reexport authorization. Even without a label, or with label "AL:N" or "ECCN:N", authorization may be required due to the final whereabouts and purpose for which the goods are to be used.

(27) Pos.	(28) order no./suppl.ref.no.	(29) order description (21) packing type (details)	(30) quantity	(31) UM	(32) price (18) unit CAD	(34) total price CAD
020	F3-221-184  52486805  GEO PRISM OBSOLESCENCE CHARGE	MOTOR ASM,GM562-T,5248680  <i>Stat.</i> <i>W-NR./Com. Code: 8501313010</i> <i>PUL: CA</i> <i>LKZ: CA</i> <i>Product made in Canada</i> <i>Pref-J.:</i> <i>Pref-N.:</i> <i>AL: N</i> <i>ECCN: EAR99</i>	1 PC /pro	1 PC	91,271.13	91,271.13
	<b>Position total</b>				<b>448,136.13</b>	
	<b>GST (Canada)</b>					
	<b>Total</b>				<b>448,136.13</b>	
	<b>Term of payment:</b>	1463 Due 3rd day of second month				

**Equipment Pay Off: GMT 370 - EOP April 2005 (Price difference from \$ 15.93 cad -> 16.53 cad)**

All Values in CAD!

Month	Volume	Pay Off per Motor	Pay Off
Sep-04	44,310	\$0.60	\$26,586 Actuals
Oct-04	43,790	\$0.60	\$26,274 Actuals
Nov-04	39,690	\$0.60	\$23,814 Actuals
Dec-04	34,860	\$0.60	\$20,916 Actuals
Jan-05	28,140	\$0.56	\$15,758 Actuals 15.93 -> 16.49
Feb-05	34,230	\$0.56	\$19,169 Actuals
Mar-05	28,770	\$0.56	\$16,111 Actuals
Apr-05	12,351	\$0.56	\$6,917 Actuals 01/04 -05/05
<b>Total</b>	<b>266,141</b>		<b>\$155,545</b>

<b>Total</b>	
Equipment Value as per agreement	\$610,000
Less Pay Off	\$155,545
Overpayment portion GMT 370	-\$97,590
<b>Obsolescence Material Geo Prism</b>	<b>\$91,271</b>
<b>Net Risk</b>	<b>\$448,136</b>

Note: Last shipment to Delphi was on April 20/05

Charged after Delphi filed for chapter 11 (=bancruptcy)

~~\$448,136~~

**DELPHI THERMAL SUPPLIER CANCELLATION CLAIM FORM PCL 287 - 1**

Person Completing Claim	Jon Aristone	Supplier Name	Siemens VDO Automotive Inc.
Telephone No.	( 519 ) 680-5477	830Duns	
Person to Contact for Audit	Jon Aristone	Part Number	52486805
Telephone No.	( 519 ) 680-5477	Part Name	GM562T - Geo Prism
Location of Material	London, Ontario	Date	6/23/2003

If more than one location, use additional information section on back of form.

**ONE ASSEMBLY PART NUMBER PER CLAIM**

ENTER FINISHED MATERIAL HERE > > > > > > >		Quantity	U/M	Unit Cost	Curr. Cope	Total Value	Scrap/Work allowance	Unit Cost	extended	Net Value
ENTER WORK IN PROCESS MATERIAL HERE & CANCELLED										
PART NO.	PART NAME	% COMPLETED								
F3-221-184 025-65023-01 025-65018-09	Geo Prism Motor Assembly Brushhead Assembly Conn/R/F/Brush Assembly	100% 100% 100%	1,514 5,503 670		16.7680 1.7600 1.2936	CAD CAD CAD	25,386.75 9,693.86 866.69			
ENTER RAW MATERIAL LOCATED AT YOUR FACILITY										
PART NO.	PART NAME	USAGE PER ASM								
030-018-01 129-65034-02 129-65035-07 145-020-01 170-65002-07 194-006-01 194-006-02 194-006-03 194-006-04 194-013-01 611-208-21 913-102-21	Gasket, Mechanically Assem Deep Draw, E-coated Endcap, E-coat (02) Blower Wheel Flange, E-coat Clip, Balancing Clip, Balancing Clip, Balancing Clip, Balancing Clip, Balancing Retaining Clip Tote Arm, 16"Tray End Insulator, Tan	1 1 1 1 1 1 1 1 1 1 1 1	2,813 4,115 13,385 281 6,724 107,265 139,983 175,000 175,000 38,983 1,297 1,758		0.8967 0.9946 0.3048 1.8369 0.6370 0.0233 0.0227 0.0229 0.0311 0.0357 3.0724 0.0370	CAD CAD CAD CAD CAD CAD CAD CAD CAD CAD CAD CAD	2,522.28 4,092.78 4,079.08 516.17 4,283.39 2,500.35 3,172.01 5,239.50 5,446.00 1,432.24 3,984.90 64.98			
CLAIM TOTAL (If You Do Not Use Back of This Form)										73,280.98

**USING DELPHI THERMAL PLANTS**


ONE ASSEMBLY PART NUMBER PER CLAIM								
RAW MATERIAL LOCATED AT YOUR SUPPLIER'S FACILITY		Quantity	U/M	Unit Cost	Code	Total Value	Scrap/work allowance unit cost extended	Net Value
PART NO.	PART NAME	USAGE PER ASM						
	Blower Wheel Gasket Multiflex TPR DSM Fibrefil	5,280 5,550 250 700		1,628.5500 898.8500 5,4800 4,9500		8,588.74 4,976.41 1,370.00 3,045.00		
YOUR SUPPLIER'S NAME AND ADDRESS		TOTAL				17,990.15		
Name of Contact Person		Lisa Philip		Company: Plastic Moulders Limited		Address: 1631 The Queensway, Toronto Ontario M8Z 5Y4		
Telephone No.		( 416 ) 252-2241						
If located at more than two locations, please attach detail.								
RAW MATERIAL LOCATED AT YOUR SUPPLIER'S FACILITY								
PART NO.	PART NAME	USAGE PER ASM	Quantity	U/M	Unit Cost	Code	Total Value	Scrap/work allowance unit cost extended
YOUR SUPPLIER'S NAME AND ADDRESS		Company	Address					
Name of Contact Person								
Telephone No.								
CLAIM TOTAL (FRONT AND BACK)								

APPROVALS, SIGN & DATE

ORIGINATOR: \_\_\_\_\_ PLANT PO&L MGR: \_\_\_\_\_ PLANT FIN MGR: \_\_\_\_\_

SALES DEPT: \_\_\_\_\_

PLANT ENG MGR: \_\_\_\_\_

(Required for Inlaid Material(s))

PLANT MAINTENANCE: \_\_\_\_\_

(Required for Inlaid Material(s))

PLANT MANAGER: \_\_\_\_\_

DRY FIN DIRECTOR: \_\_\_\_\_

(Required if above \$5000)

(Required if above \$5000)



## QUOTATION

### FOR

Cynthia Q. Incho  
Delphi Harrison Thermal Systems

HVAC Motor Assembly for GMT370 Program  
52498806  
H04-0002

**For additional information, please contact:**

Jon Aristone  
Telephone: 519.680.5477  
Fax: 519.680.5583  
E-mail: [jon.aristone@siemens.com](mailto:jon.aristone@siemens.com)

**Prepared by:**

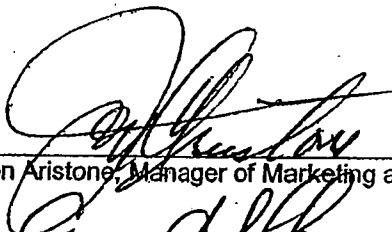
Gus Karahalios  
Telephone: 519.680.5304  
Fax: 519.680.5583  
E-mail: [gus.karahalios@siemens.com](mailto:gus.karahalios@siemens.com)



## Table of Contents

QUOTATION OVERVIEW .....	3
COMMERCIAL INFORMATION .....	4
Series Production .....	4
Tool Timing .....	4
Prototype Tool Timing .....	4
TECHNICAL OVERVIEW .....	5
Motor Specifications .....	7
Additional Information .....	6

Approved by:

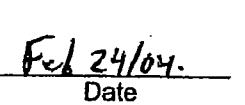
  
\_\_\_\_\_  
Jon Aristone, Manager of Marketing and Applications Engineering HVAC

  
\_\_\_\_\_  
Date

  
\_\_\_\_\_  
Gregory Smith, Director of Finance HVAC Business Unit

  
\_\_\_\_\_  
Date

  
\_\_\_\_\_  
Chris Heacock, Director of Operations HVAC Business Unit

  
\_\_\_\_\_  
Date

**QUOTATION OVERVIEW**

Siemens VDO quotation for this application is based on the following:

	Description	Volume	SOP	Price in CND\$
Option 1	<p><b>GMT 370 Blower Motor Assembly - 52498806</b></p> <p>Options Included:</p> <ul style="list-style-type: none"> <li>• Three Point Mounting</li> <li>• Over-molded Flange</li> <li>• Armature unbalance of 15 g-mm max per plane</li> <li>• Includes amortized Capital</li> <li>• Knurled Shaft</li> <li>• Motor end play for 0.1 to 0.7-mm in axial direction</li> <li>• Video Jet Label</li> </ul>	45,000 / Month	Aug 31 2004	16.53
	<p><b>Note:</b> A price reduction of \$0.63 CND/unit associated with the w-Car program cancellation charges will be effective April 1, 2004. Any outstanding balance beyond April 1, 2004 will be forgiven.</p> <p><b>The W-Car part numbers are as follows:</b></p> <ul style="list-style-type: none"> <li>• 52486835 (773-65210-15)</li> <li>• 52487086 (773-65210-16)</li> <li>• 52486836 (773-65210-18)</li> </ul>			
Option 2	<p><b>GMT 370 Blower Motor Assembly</b></p> <ul style="list-style-type: none"> <li>• Same as above but including customer paid capital</li> <li>• Customer paid capital</li> </ul>	45,000 / Month	Aug 31 2004	<p>15.93 \$610 K</p>
	<p><b>Note:</b> A price reduction of \$0.63 CND/unit associated with the W-Car program cancellation charges will be effective April 1, 2004. Any outstanding balance beyond April 1, 2004 will be forgiven.</p> <p><b>The W-Car part numbers are as follows:</b></p> <ul style="list-style-type: none"> <li>• 52486835 (773-65210-15)</li> <li>• 52487086 (773-65210-16)</li> <li>• 52486836 (773-65210-18)</li> </ul>			<p>15.094 15.094 15.094</p>

**Assumptions**

- FOB London, Ontario Canada.
- All brush cards will be sourced from a Siemens VDO approved supplier
- Connector with improved terminal retention to be used on all future products
- Commutators will utilize the new skiving process
- Pricing is based on the overall volumes as stated above
- This quotation is based on the Terms and Condition of Sale that the current GMT 370 was agreed upon.



A u t o m o t i v e

For Option 1

In order to support Delphi's continued requirements, Siemens VDO is required to make significant capital investments. Siemens VDO is willing to undertake this investment to support Delphi based on an estimated value of 1.2 Million units representing a program life of 2.5 years or through June 2006. If these program values do not materialize in full, Siemens VDO will charge cancellation costs for the balance of the un-amortized investment. If the program is cancelled prior to new capacity being installed and running production, cancellation costs will be charged based on the attached cancellation payment graph.

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The maximum cancellation cost that Delphi would be responsible for is \$760,000 CDN of which \$ 610,000 CDN is for capital equipment and \$150,000 CDN is for obsolete production material for long lead items required to produce a bank.

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**Siemens VDO Automotive Inc.**  
1020 Adelaide Street South  
London, Ontario, Canada N6E 1R6

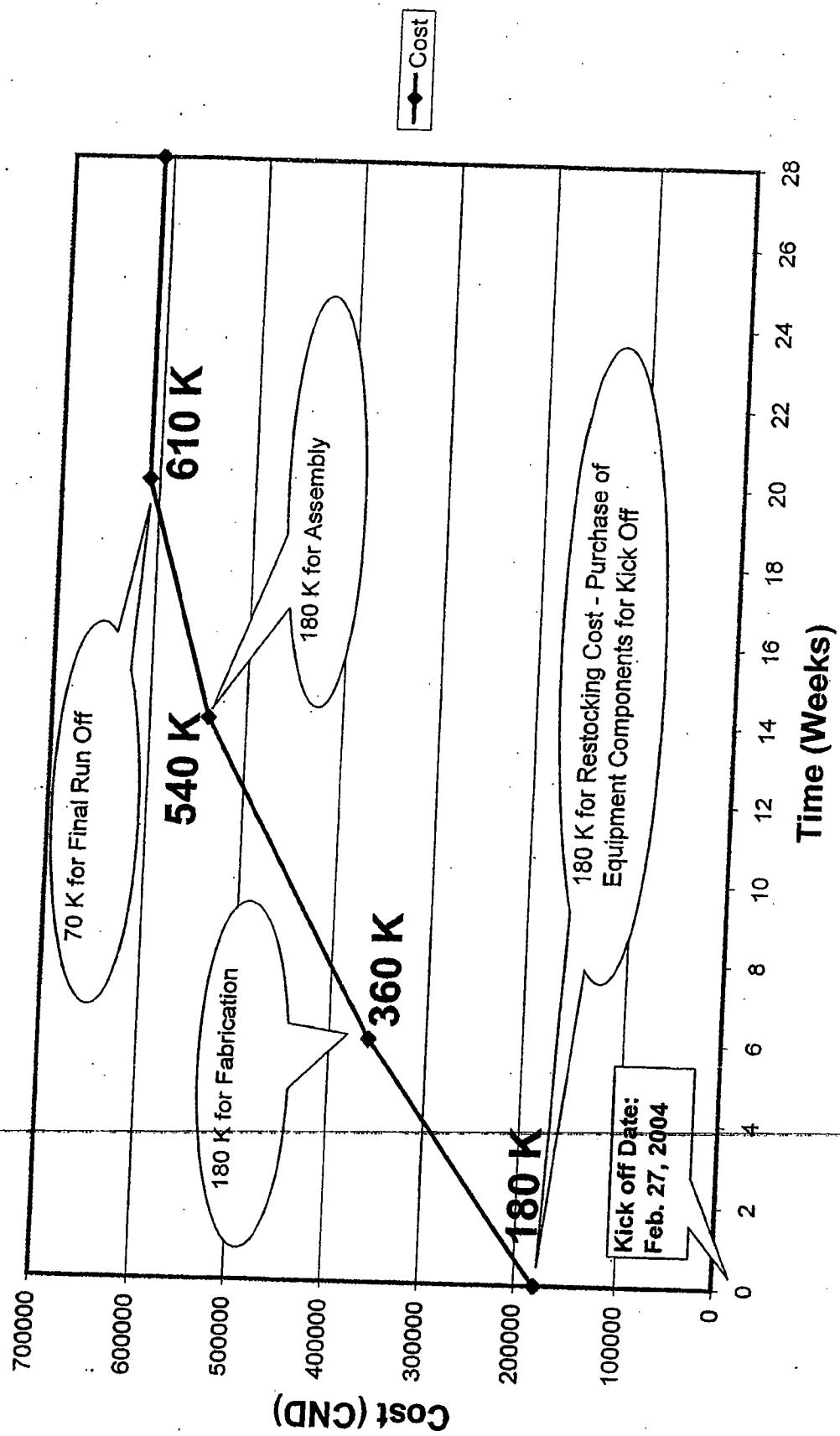
Page 4 of 8

02/24/04

RFQ: H04-0002

Form Revised December 09/ 2002  
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## Cancellation Payment Curve





## COMMERCIAL INFORMATION

### Series Production

#### Annual Productivity

Period Beginning on:	Volume	Yearly Percentage
August 1, 2005	540 K	2.5 %
August 1, 2006	540 K	2.5 %

Annual productivity begins after one (1) full year's production as stated above. It is assumed that the production year is as noted in the table above

The above additional performance incentives coincide with the original Siemens VDO contract on this motor. Siemens VDO will participate in the Delphi supplier suggestion program to assist in reducing cost on this product in the future. However, this will require DTS to expedite SCRR's within their system to maximize these potential savings.

#### Capital Tooling

Description	Cost	Lead-Times
Additional Motor Manufacturing Capacity		28 Weeks
Option 2 capital cost	\$610k	



## TECHNICAL OVERVIEW

### Motor Specification

Design Outline	Description	Date Available
<b>Motor Performance</b>	At 12.5 Volts and 82 oz in, with Maximum Current of 26.5 amps and Minimum Speed of 3000 rpm.	Currently Supplied
<b>Armature Unbalance</b>	Motor has been quoted for an armature unbalance of 15 g-mm per plane.	Currently Supplied
<b>Protective Foam Cover</b>	Foam Donut over The Motor End Cap	Currently Supplied
<b>End Play</b>	Quoted with an endplay tolerance of 0.1 to 0.7 mm.	Currently Supplied
<b>Motor Connector</b>	Quoted with Packard 280 connector with improved terminal retention feature.	June 2004
<b>Electromagnetic Compatibility (EMC)</b>	RFI included 2X0.001 uF	Currently Supplied
<b>Mounting</b>	Quoted with a 3-point mounting, Steel Flange coated with Zinc Phosphate	Currently Supplied
<b>Shaft</b>	Quoted with the existing knurled shaft.	Currently Supplied
<b>Component Marking</b>	Video Jet Label displaying Motor Rotation, Customer Name, Customer Part number, Country of Origin, Date of Assembly and Assembly Line Code	Currently Supplied

## Additional Information

**Noise:** Changes required to be made to the motor beyond the specifications as tested, in order to improve the noise characteristics will have to be re-quoted. Major changes to magnets, air gap, O.T. washer's etc. are examples of noise reduction measures that Siemens has undertaken. Since we cannot anticipate resonance interactions that may occur with your module design we cannot commit to make changes without re-quoting.

**Cooling Requirements:** Motor design requires 5 to 6 CFM of cooling air or need airflow to keep brushes at 80°C

**Component Level Vibration:** Siemens would need to be supplied the natural frequencies and modality of vibration of Delphi's modules to ensure that we could design a motor that would not excite the resonance in their system. To completely eliminate the normal exciting forces due to number of poles and slots would be difficult since they are intrinsic to the motor. Since we cannot anticipate resonance interactions that may occur with your module design we cannot commit to making changes without re-quoting.

**Supplier Packaging:** Customer supplied dunnage

**Gauges:** Gauges that properly use all datum surfaces and tolerance limits will be designed and built and/or updated.

Authority to Proceed with GMT370 Investment.txt

From: Cynthia.Q.Incho [Cynthia.Q.Incho@delphi.com]  
Sent: Tuesday, March 02, 2004 5:09 PM  
To: jon.aristone@siemens.com; chris.heacock@siemens.com  
Cc: Bauman, Michael D; Ward, Millie P; Ulrich, Scott W; Jones, Scott E;  
Schott, Susan ; Sandner, Ryan J  
Subject: Authority to Proceed with GMT370 Investment

Importance: High

Gentlemen:

Confirming our telephone conversation of this afternoon, please consider this e-mail as your authority to proceed with the capacity investment described in Option 1 of Siemens VDO Automotive Inc.'s proposal number H04-0002 Revision 1 dated February 24, 2004 which is necessary to support our GMT370 blower motor requirements until further notice. At this time, we cannot predict the end-date of our material requirements from Siemens VDO for Delphi P/N 52498806. Delphi understands that in the event this tooling is cancelled prior to its completion, that Delphi would be responsible for cancellation charges not to exceed \$610,000 Canadian funds as indicated on the "Cancellation Payment Curve" shown on page 5 of your proposal and for raw material and fabricated parts authorized by Delphi releases in an amount to be determined, but estimated in your proposal at not to exceed \$150,000 Canadian funds.

Our Mr. Scott Jones has been assigned as the Advanced Supplier Quality Engineer responsible to monitor this program and he will be contacting you very soon to develop plans to support you in this endeavor. Scott will also work with our Mr. Ryan Sandner to determine the status of the several SCRR's we have in progress on Siemens' blower motors. Also, I have spoken with our Messrs. J.C. Sepull and Po Yuen of Delphi PC&L to authorize extended releases to Siemens. We thank-you for your continued willingness to support Delphi.

Sincerely yours,  
Cynthia Q. Incho  
Senior Commodity Manager  
Delphi Thermal & Interior  
200 Upper Mountain Road  
Lockport, NY 14094  
Telephone: (716)439-2644  
Fax: (716)439-3818  
e-mail: cynthia.q.incho@delphi.com

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